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**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

RICHARD TUNICK, on Behalf of Himself
and Derivatively on Behalf of 3M
COMPANY,

Plaintiff,

v.

THOMAS K. BROWN, PAMELA CRAIG,
DAVID B. DILLON, MICHAEL L. ESKEW,
HERBERT L. HENKEL, AMY E. HOOD,
MUHTAR KENT, DAMBISA F. MOYO,
GREGORY R. PAGE, MICHAEL ROMAN,
PATRICIA A. WOERTZ, INGE G.
THULIN, NICHOLAS C. GANGESTAD,
IPPO VROHIDIS, and TERI REINSETH,

Defendants.

v.

3M COMPANY,

Nominal Defendant.

Civil Action No. _____

**DECLARATION OF SCOTT R. JACOBSEN IN SUPPORT OF
PLAINTIFF'S MOTION TO SEAL THE VERIFIED SHAREHOLDER
DERIVATIVE COMPLAINT PURSUANT TO LOCAL CIVIL RULE 5.3(C)**

I, Scott R. Jacobsen, pursuant to 28 U.S.C. §1746, declare as follows:

1. I am an associate with the law firm Scott+Scott Attorneys at Law LLP, counsel for Plaintiff Richard Tunick (“Tunick” or “Plaintiff”).

2. I make this declaration in support of Tunick’s Motion to Seal his Verified Shareholder Derivative Complaint pursuant to Local Civil Rule 5.3(c). I have personal knowledge of the matter stated herein and, if called upon, I could and would competently testify thereto.

3. Attached is a true and correct copy of the following:

Exhibit A: Index Describing with Particularity the Materials Plaintiff Has Petitioned to Be Placed Under Seal, in Conformity with Local Civil Rule 5.3(c)(3).

4. I declare under penalty of perjury that the foregoing is true and correct.

Dated: August 14, 2020
New York, NY

/s/ Scott R. Jacobsen
Scott R. Jacobsen

EXHIBIT A

**Index Describing with Particularity the Materials Plaintiff Has Petitioned to Be Placed Under Seal,
in Conformity with Local Civil Rule 5.3(c)(3)**

Material		Basis for Sealing	Clearly Defined and Serious Injury that Would Result if the Relief Is Not Granted	Why a Less Restrictive Alternative to the Relief Sought Is Not Available	Party in Opposition to Sealing, if Any, and Basis
Verified Shareholder Derivative Complaint		Pursuant to Confidentiality Agreement; seeking protection under Fed. R. Civ. P. 26(c)(1)(G) (providing for protection of trade secret or other confidential research, development, or commercial information)	The Complaint contains commercially sensitive and proprietary information that could harm the Company's commercial interests if released, including information about 3M's internal processes, financial controls, and information relating to the Company's litigation risk, internal controls, and compliance practices	Plaintiff has incorporated confidential information subject to a confidentiality agreement into the proposed sealed Complaint. Plaintiff will file a public redacted version of the Complaint within one (1) day of entry of an order accepting the filing of the sealed Complaint.	N/A
at 6-7	As . . . to				
at 7	The Board . . . Instead				
at 51	In addition . . . Reinseth				
at 64	The Director . . . issued.				
at 64-78	Slides . . . 2018				
at 78	Brown . . . Woertz				
at 78	At the meeting . . . 3M-220-000002				
at 79-80	including . . . 3M-220-000403				
at 81	including . . . Page				
at 81	again . . . 2018				

Material		Basis for Sealing	Clearly Defined and Serious Injury that Would Result if the Relief Is Not Granted	Why a Less Restrictive Alternative to the Relief Sought Is Not Available	Party in Opposition to Sealing, if Any, and Basis
at 81-82	including . . . 3M-220-000202-05				
at 82	including . . . Page				
at 82	again . . . 2018				
at 82-83	including . . . them				
at 83	including . . . Page				
at 83	on . . . 2018				
at 83-85	including . . . 3M-220-000348				
at 85	on . . . 15.7%				
at 85*	Slide (3M-220-000491)				
at 86*	Slide (3M-220-000494)				
at 86-88	On . . . thereafter				
at 88-90	held . . . 3M-220-239-42				
at 90	On . . . 3M-220-000062				
at 90	Dillon . . . all				
at 90-92	held . . . 3M-220-000260-61				
at 92-93	again . . . 3M-220-000782				
at 93	again . . . 3M-220-000079				
at 93-97	on . . . 2019				
at 97	with . . . At				
at 97-98	held . . . liability				
at 98-102	again . . . liability				
at 102-104	on . . . 2019				
at 104	including . . . 2019				
at 104	including . . . 2019				
at 104-108	including . . . 3M-220-000306-07				

Material		Basis for Sealing	Clearly Defined and Serious Injury that Would Result if the Relief Is Not Granted	Why a Less Restrictive Alternative to the Relief Sought Is Not Available	Party in Opposition to Sealing, if Any, and Basis
at 108	on . . . 2019				
at 108	including . . . management				
at 108-109	for . . . 3M-220-001203				
at 110-112	again . . . 2019				
at 112	including . . . defendants				
at 112-113	along . . . 3M-220-001270				
at 114	and . . . meetings				
at 122	As . . . risks				
at 123	The Director . . . Defendants				
at 123	and . . . therefore				
at 125-126	(1) . . . issued				